

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
Debtors.)
) Re: Docket No. 9315
)

**CERTIFICATION OF COUNSEL REGARDING REVISED PROPOSED SCHEDULING
ORDER REGARDING CERTAIN OF DEBTORS'
FIFTEENTH OMNIBUS OBJECTIONS TO CLAIMS (SUBSTANTIVE)**

1. On October 24, 2005, the Court directed the Debtors' to submit an Order providing a proposal for the briefing and hearing of certain matters with respect to the Fifteenth Omnibus Objection.
2. On November 10, 2005 the Court entered a Scheduling Order Regarding Certain of Debtors' Fifteenth Omnibus Objections to Claims (Substantive) (Docket No. 11035) (the "Scheduling Order") to which the PD Committee and Speights & Runyan ("S & R") objected.
3. On November 14, 2004, at the request of counsel for the PD Committee and Mr. Speights, the Court vacated the Scheduling Order and directed the parties to submit a new scheduling order consistent with the Court's comments.

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., GC Limited Partners I, Inc., (f/k/a Grace Cocoa Limited Partners I, Inc.), GC Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc. GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (F/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

4. On December 12, 2005, the Court held a telephonic conference with the Debtors and the PD Committee to resolve further outstanding issues raised by the proposed revised scheduling order.

5. The PD Committee agrees that the revised Scheduling Order Regarding Certain of Debtors' Fifteenth Omnibus Objections to Claims (Substantive) (the "Order") attached hereto as Exhibit A, is consistent with the directions of the Court stated at the December 12, 2005 conference. The PD Committee, however, emphasizes that the foregoing does not infer its agreement with the Court's directions and moreover the PD Committee does not represent individual claimants and its agreement in this regard should not be constructed in any way to prejudice, abridge or otherwise affect the rights, claims or objections of any individual PD claimants.

6. Despite their best efforts, the Debtors and S & R, which did not participate in the December 12, 2005 conference to which S & R was invited, have been unable, to date, to reach an agreement with respect to certain portions of the revised Order that pertain to the S & R Claims.

7. Accordingly, the Debtors submit the attached as their proposed revised scheduling Order and request the Court enter the Order.

8. The Court should be aware that the Debtors continue to have discussions with various claimants or their counsel with respect to the Objections in a effort to resolve such Objections. As a result, certain of the Objections presently set for hearing in the Schedules to the Order could be withdrawn prior to the hearing.

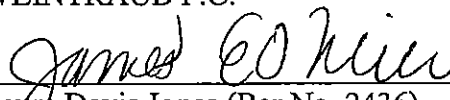
8. To the extent the Court does not enter the attached Order as a result of this Certification, the Debtors will present the attached Order for the Court's consideration at the Omnibus hearing on December 19, 2005.

Dated: December 14, 2005

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